

DICKINSON WRIGHT PLLC

MEMO ENDORSED

1850 NORTH CENTRAL AVENUE, SUITE 1400
PHOENIX, AZ 85004-4568
TELEPHONE: (602) 285-5000
FACSIMILE: (844) 670-6009
<http://www.dickinsonwright.com>

MICHAEL S. RUBIN
MRubin@dickinsonwright.com
(602) 285-5008

April 5, 2017

Sent Via Fax: (212) 805-4268

The Honorable Gabriel W. Gorenstein
United States District Court
Southern District of New York
500 Pearl Street
New York, NY 10007-1312

If there is a new argument made in the sur-reply that was not already addressed by defendants, they may respond to it in a letter filed on or before April 14, 2017.

SO ORDERED: DATE: 4/6/17
GABRIEL W. GORENSTEIN
UNITED STATES MAGISTRATE JUDGE

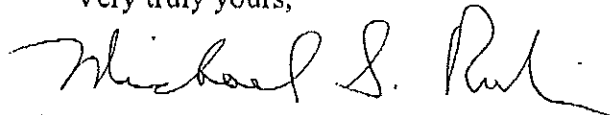
Re: Westminster Securities Corp., et al. v. Uranium Energy Corp., et al.
Case No. 1:15-CV-04181-(VM) (GWG)

Dear Judge Gorenstein:

On behalf of the Defendants in the above-referenced action, we have received and reviewed Plaintiffs' Sur-Reply Memorandum of Law in Opposition to Defendants' Motion to Withdraw their Jury Demand ("Sur-Reply"), filed pursuant to this Court's Order dated February 3, 2017 ("Order"). In our view, the Sur-Reply does not address the factual issues that were the predicate for allowing a sur-reply in the first place, namely whether all plaintiffs signed the Stock Purchase Agreement ("SPA"), and "whether the terms of the Stock Purchase Agreement ("SPA") apply to the plaintiffs in this case." [Order, at 1] Since the Sur-Reply did not address those issues, Defendants respectfully submit that the only inference that can be drawn is that all of the plaintiffs signed or agreed to the terms of the SPA, which included the irrevocable jury trial waiver. Further, to the extent that the Sur-Reply rehashes the arguments previously made by the plaintiffs or purports to raise new factual or legal arguments, it should be disregarded by the Court. If, however, the Court is inclined to consider such arguments, Defendants would request a reasonable opportunity to address those issues prior to the Court's ruling on the underlying motion.

Prior to sending this letter to the Court, the undersigned counsel sent a draft thereof to Plaintiffs' counsel and requested that they withdraw the Sur-Reply. They declined to do so.

Very truly yours,



Michael S. Rubin
Attorneys for Defendants

cc: Kenneth A. Zitter, Esq. (via email)

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